

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT					1. PAGE 1 OF	
2. PROC INSTRUMENT ID NO. (PIN) F33657-95-D-2967		3. SPIIN P00002	4. EFFECTIVE DATE <b>13 AUG 1996</b>	5. REQUISITION/PURCHASE REQUEST PROJECT NUMBER 3771c/c1s	6. BDC/DMS RATING	
7. ISSUED BY USAF/AFMC AERONAUTICAL SYS CENTER, BLD 22N ASC/CDS 2690 C STREET, RM 222N WRIGHT-PATTERSON AFB, OH 45433-7407 BUYER: CAPT ANDY GREGORIUS, ASC/CDSK (513) 255-6632			8. ADMINISTERED BY (If other than Block 7) DCMAO, Philadelphia P. O. Box 7699 Philadelphia, PA 19101-7699			
9. CONTRACTOR CODE 4M919 NAME AND ADDRESS SEMCOR, INC. 815 East Gate Drive Mount Laurel, NJ 08054-1240			FACILITY CODE	10. SECURITY CLASSIFICATION U	11. DISCOUNT FOR PROMPT PAYMENT NET DAY S 1st % DAYS 2nd % DAYS 3rd % DAYS OTHER IF "9" SEE SECT "E"	
13. THIS BLOCK APPLIES ONLY TO AMENDMENTS OF SOLICITATIONS <input type="checkbox"/> The above numbered solicitation is amended as set forth in Block 17. The hour and date specified for receipt of offers <input type="checkbox"/> IS EXTENDED <input type="checkbox"/> IS NOT EXTENDED Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation, or as amended by one of the following methods: (a) By signing and returning _____ copies of this amendment; (b) by acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE ISSUING OFFICE PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER if by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter provided such telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.			12. PURCHASE OFFICE POINT OF CONTACT AZX/A6F/AAM			
14. THIS BLOCK APPLIES ONLY TO MODIFICATIONS OF CONTRACTS <input type="checkbox"/> THIS CHANGE IS ISSUED PURSUANT TO THE CHANGE SET FORTH HEREIN ARE MADE TO THE ABOVE NUMBERED CONTRACT/ORDER. <input type="checkbox"/> THE ABOVE NUMBERED CONTRACT IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (Such as changes in paying office, appropriation data, etc.) SET FORTH HEREIN. <input type="checkbox"/> THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF _____ IT MODIFIES THE ABOVE NUMBERED CONTRACT AS SET FORTH HEREIN. <input checked="" type="checkbox"/> THIS MODIFICATION IS ISSUED PURSUANT TO <u>FAR 52.204-2, "SECURITY REQUIREMENT"</u>						
15. CONTRACT ADMINISTRATION DATA A. KIND OF MOD <u>B</u> B. MOD ABST RECIPIENT ADP PT C. DATE OF SIGNATURE D. CHANGE IN CONTRACT AMOUNT <input type="checkbox"/> INCREASE (+) <input type="checkbox"/> DECREASE (-) E. LOSING PO/CAO ON TRANSFER F. GAINING POC/CAO ON TRANSFER G. SVC/AGENCY USE						
16. ENTER ANY APPLICABLE CHANGES A. PAY CODE B. EFFECTIVE DATE OF AWARD C. CONTRACT (1) TYPE (2) KIND D. TYPE CONTRACTOR E. SURV CRIT F. SPL CONTR PROVISIONS G. PAYING OFC CODE H. DATE SIGNED I. SECURITY (1) CLAS (2) DATE OF DD 254 <u>TS</u> <u>96AUG02</u>						
17. REMARKS (Except as provided herein, all items and conditions of the contract, as heretofore changed, remain unchanged and in full force and effect.)  SUBJECT: Incorporation of Revised Security Classification Specification (DD Form 254) CHANGE IN OBLIGATION: None CHANGE IN PRICE:						
18. <input checked="" type="checkbox"/> CONTRACTOR/OFFEROR IS NOT REQUIRED TO SIGN THIS DOCUMENT			<input type="checkbox"/> CONTRACTOR/OFFEROR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN _____ COPIES TO ISSUING OFFICE			
19. CONTRACTOR/OFFEROR (Signature of person authorized to sign) BY:			22. UNITED STATES OF AMERICA (Signature of Contracting Officer) BY: <u>Margaret Yarrington</u>			
20. NAME/TITLE OF SIGNER (Type or Print)		21. DATE SIGNED	23. NAME OF CONTRACTING OFFICER (Type or Print) <u>MARGARET YARRINGTON</u>		21. DATE SIGNED <u>12 AUG 1996</u>	

1. Pursuant to FAR 52.204-2, "Security Requirements", of the basic contract F33657-95-D-2967 thereto, said contract is hereby modified to incorporate Revision 01 Contract Security Classification Specification, DD Form 254, dated 2 August 1996 attached hereto and made a part hereof, at no change in total amount. As a result of this revision, the facility clearance for this contract is upgraded from Secret to Top Secret.

a. SECTION J-List of Attachments

<u>Document</u>	<u>Title and Date</u>	<u>No. of Pages</u>
Atch Nr. 2	Revised DD Form 254 entitled "Security Classification Specification" dated 2 August 1996 (Revision 01, Expiration 30 November 1996 )	5

<b>DEPARTMENT OF DEFENSE</b>				<b>1. CLEARANCE AND SAFEGUARDING</b>			
<b>CONTRACT SECURITY CLASSIFICATION SPECIFICATION</b>				<b>a. FACILITY CLEARANCE REQUIRED</b>			
(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort)				<b>TOP SECRET</b>			
				<b>b. LEVEL OF SAFEGUARDING REQUIRED</b>			
				<b>SECRET</b>			
<b>2. THIS SPECIFICATION IS FOR: (X and complete as applicable)</b>				<b>3. THIS SPECIFICATION IS: (X and complete as applicable)</b>			
<input checked="" type="checkbox"/>	<b>a. PRIME CONTRACT NUMBER</b> F33657-95-D-2967 Exp Date: 961130			<input type="checkbox"/>	<b>a. ORIGINAL (Complete date in all cases)</b>		<b>Date (YYMMDD)</b> 96 02 29
	<b>b. SUBCONTRACT NUMBER</b>			<input checked="" type="checkbox"/>	<b>b. REVISED (Supersedes all previous specs)</b>	<b>Revision No.</b> 1	<b>Date (YYMMDD)</b> 96 08 02
	<b>c. SOLICITATION OR OTHER NUMBER</b>		<b>DUE Date (YYMMDD)</b>		<b>c. FINAL (Complete Item 5 in all cases)</b>		<b>Date (YYMMDD)</b>
<b>4. IS THIS A FOLLOW-ON CONTRACT?</b> <input type="checkbox"/> YES <input type="checkbox"/> NO. If Yes, complete the following: Classified material received or generated under _____ (Preceding Contract Number) is transferred to this follow-on contract							
<b>5. IS THIS A FINAL DD FORM 254?</b> <input type="checkbox"/> YES <input type="checkbox"/> NO. If Yes, complete the following: In response to the contractor's requested dated _____, retention of the identified classified material is authorized for the period of _____							
<b>6. CONTRACTOR (Include Commercial and Government Entity (CAGE) Code)</b>							
<b>a. NAME, ADDRESS, AND ZIP CODE</b> SEMCOR, Inc. 815 East Gate Drive Mount Laurel NJ 08054-1240				<b>b. CAGE CODE</b> 4M919		<b>c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)</b> DIS/Director of Industrial Security 1040 Kings Highway North Cherry Hill NJ 08034-1992	
<b>7. SUBCONTRACTOR</b>							
<b>a. NAME, ADDRESS, AND ZIP CODE</b> N/A				<b>b. CAGE CODE</b> N/A		<b>c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)</b> N/A	
<b>8. ACTUAL PERFORMANCE</b>							
<b>a. LOCATION</b> N/A				<b>b. CAGE CODE</b> N/A		<b>c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)</b> N/A	
<b>9. GENERAL IDENTIFICATION OF THIS PROCUREMENT</b> <b>SPECIALIZED COMPTROLLER FUNCTIONAL SUPPORT</b>							
<b>10. THIS CONTRACT WILL REQUIRE ACCESS TO:</b>							
				<b>YES</b>	<b>NO</b>	<b>11. IN PERFORMING THIS CONTRACT, THE CONTRACTOR WILL:</b>	
<b>a. COMMUNICATIONS SECURITY (COMSEC) INFORMATION</b>				<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>a. HAVE ACCESS TO CLASSIFIED INFORMATION ONLY AT ANOTHER CONTRACTOR'S FACILITY OR A GOVERNMENT ACTIVITY</b>	
<b>b. RESTRICTED DATA</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>	<b>b. RECEIVE CLASSIFIED DOCUMENTS ONLY</b>	
<b>c. CRITICAL NUCLEAR WEAPON DESIGN INFORMATION</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>	<b>c. RECEIVE AND GENERATE CLASSIFIED MATERIAL</b>	
<b>d. FORMERLY RESTRICTED DATA</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>	<b>d. FABRICATE, MODIFY, OR STORE CLASSIFIED HARDWARE</b>	
<b>e. INTELLIGENCE INFORMATION</b>				<input type="checkbox"/>	<input type="checkbox"/>	<b>e. PERFORM SERVICES ONLY</b>	
<b>(1) Sensitive Compartmented Information (SCI)</b>				<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>f. HAVE ACCESS TO U.S. CLASSIFIED INFORMATION OUTSIDE THE U.S. PUERTO RICO, U.S. POSSESSIONS AND TRUST TERRITORIES</b>	
<b>(2) Non-SCI</b>				<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>g. BE AUTHORIZED TO USE THE SERVICES OF DEFENSE TECHNICAL INFORMATION CENTER (DTIC) OR OTHER SECONDARY DISTRIBUTION CENTER</b>	
<b>f. SPECIAL ACCESS INFORMATION</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>	<b>h. REQUIRE A COMSEC ACCOUNT</b>	
<b>g. NATO INFORMATION</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>	<b>i. HAVE TEMPEST REQUIREMENTS</b>	
<b>h. FOREIGN GOVERNMENT INFORMATION</b>				<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>j. HAVE OPERATIONS SECURITY (OPSEC) REQUIREMENTS</b>	
<b>i. LIMITED DISSEMINATION INFORMATION</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>	<b>k. BE AUTHORIZED TO USE THE DEFENSE COURIER SERVICE</b>	
<b>j. FOR OFFICIAL USE ONLY INFORMATION</b>				<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>l. OTHER (Specify) Notification of Government Security is required.</b>	
<b>k. OTHER (Specify)</b>				<input type="checkbox"/>	<input checked="" type="checkbox"/>		

**12. PUBLIC RELEASE.** Any information (classified or unclassified) pertaining to this contract shall not be released for public dissemination except as provided by the Industrial Security Manual or unless it has been approved for public release by appropriate Government authority. Proposed public releases shall be submitted for approval prior to release.

☐ Direct ☒ Through (Specify):

ASC/PA, Wright-Patterson AFB OH 45433-7213

to the Directorate for Freedom of Information and Security Review, Office of the Assistant Secretary of Defense (Public Affairs) for review.  
In the case of non-DoD User Agencies, requests for disclosure shall be submitted to that agency.

**13. SECURITY GUIDANCE.** The security classification guidance need for this classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes; to challenge the guidance or the classification assigned to any information or material furnished or generated under this contract; and to submit any questions for interpretation of this guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. (Fill in as appropriate for the classified effort. Attach, or forward under separate correspondence, any documents/guidelines/extracts reference herein. Add additional pages as needed to provide complete

a. This is a task order contract, each individual task which requires access to classified information will require a separate and specific DD Form 254.

b. Ref Block 10e(2): General Intelligence Material/Foreign Disclosure applies. See addendum.

c. Ref Block 11c: The contractor will require access to classified source data up to and including Top Secret in support of this work. Any extracts or use of such data will require contractor to apply derivative classifications and markings consistent with the source from which the extracts were made. Classification, declassification and markings will be in accordance with EO 12958.

d. Ref Block 11l: The Notification of Government Security Activity and Visitor Group Agreement applies. See contract clause for details.

e. Ref Block 10j: For Official Use Only. See addendum.

f. Ref Block 10a and 11h: COMSEC requirements apply. See DoD 5220.225 for details.

g. TEMPEST requirements apply. See addendum.

h. Program Manager for BASIC DD Form 254: Carl A. Conley, ASC/FMP, (513) 255-5680.

i. ACO Address: DCMAO Philadelphia  
P.O. Box 7699  
Philadelphia PA 19101-7699

**14. ADDITIONAL SECURITY REQUIREMENTS.** Requirements, in addition to ISM requirements, are established for this contract. (If Yes, identify the pertinent contractual clauses in the contract document itself, or provide an appropriate statement which identifies the additional requirements. Provide a copy of the requirements to the cognizant security office. Use Item 13 if additional space is needed)

☐ Yes ☒ No

**15. INSPECTIONS.** Elements of this contract are outside the inspection responsibility of the cognizant security office. (If Yes, identify specific areas or elements carved out and the activity responsible for inspections. Use Item 13 if additional space is needed.)

☒ Yes ☐ No

Ref Block 11L: ASC/SYSI will maintain security cognizance for all task orders that require on-base effort.

**16. CERTIFICATION AND SIGNATURE.** Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

a. TYPED NAME OF CERTIFYING OFFICIAL MARGARET YARRINGTON	b. TITLE Contracting Officer	c. TELEPHONE (Include Area Code)
d. ADDRESS (Include Zip Code) ASC/CDS 2275 D Street, Suite 21 Wright-Patterson AFB OH 45433	<b>17. REQUIRED DISTRIBUTION</b> <input checked="" type="checkbox"/> a. CONTRACTOR <input type="checkbox"/> b. SUBCONTRACTOR <input checked="" type="checkbox"/> c. COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR <input type="checkbox"/> d. U.S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION <input checked="" type="checkbox"/> e. ADMINISTRATION CONTRACTING OFFICER <input checked="" type="checkbox"/> f. OTHERS AS NECESSARY	
e. SIGNATURE <i>Margaret Yarrington</i>	DD Form 254, DEC 90 (REVERSE) (EF-V1) (Per	

## GENERAL INTELLIGENCE MATERIAL/FOREIGN DISCLOSURE

1. **Special Requirements for General and Foreign Intelligence Material.** In addition to the requirements and controls for classified material, the Director, Central Intelligence, sets up additional requirements and controls for intelligence in the possession of contractors. **The Contractor must:**

a. Ensure classified intelligence materials released into their custody is controlled by an information management system, in accordance with guidelines established in DOD 5220.22-M, National Industrial Security Program Operating Manual, January 1995, paragraphs 5-200, 201 and 202 for control and accountability. Contractor agrees that all intelligence material released, all reproductions and other material generated (including authorized reproductions) are the property of the US Government.

b. Not reproduce intelligence data without written permission from the Contract Monitor (CM). If approved, must control each copy in the same manner as the original. However, classified intelligence data can be reproduced in support of the contract without approval from the releasing agency through the CM if the reproducible items are to be incorporated in their entirety into the draft/final report or documents to be delivered to the government.

c. Not destroy any intelligence materials without advance approval from the CM, except for working papers and derivative material produced in the publication process. Working papers and derivative material produced in the publication process do not need destruction approval.

d. Restrict access to those individuals with a valid need-to-know who are actually providing services under the contract. Further dissemination to other contractors, subcontractors, or other government agencies and private individuals or organizations is prohibited unless authorized in writing by the CM with prior approval of ASC/NAIC/POA or releasing activity.

e. Not release intelligence data to foreign nationals or immigrant aliens, regardless of their security clearance or contract status, without advance written permission from CM, Foreign Disclosure Policy Office (ASC/ASR), and ASC/NAIC/POA.

f. Ensure that each employee having access to intelligence material is fully aware of the special security requirements for this material, and maintains records in a manner that permits the contractor to furnish on demand the names of individuals who have had access to the material in their custody.

2. **Returning Intelligence to the Air Force.** Upon completion or termination of the classified contract, or sooner, when the purpose of the release has been served, the CM must ensure that the contractor returns all intelligence (furnished or generated) information, unless retention or destruction is authorized. Upon completion of the contract, contractors desiring to retain classified intelligence material may do so for a period of two (2) years provided the CM does not advise to the contrary. If retention is required beyond the two year period, the contractor must request and receive, written authorization from the CM. If the contract is terminated the contractor shall return all intelligence material in the contractor's possession to the CM.

3. **Release of Classified and Unclassified Information to Foreign Government and Their Representatives.** Any military activity or defense contractor receiving a request from a foreign government, or a representative thereof, for classified and/or unclassified information about this program, shall forward the request to ASC/ASR and ASC/NAIC/POA. Information released under Foreign Military Sales (FMS) must comply with the specific USAF disclosure guidance issued for the specific FMS customer.

## ADDENDUM TO DD FORM 254

15 July 1996

**USE OF SPECIAL INTELLIGENCE MARKINGS****1. Authorized Control Markings of Intelligence Information****a. "Dissemination and Extraction of Information Controlled by Originator (ORCON)"**

This marking is used only on Intelligence Information that clearly identifies or would reasonably permit ready identification of an intelligence source or method that is particularly susceptible to countermeasures that would nullify or measurably reduce its effectiveness. It is used to enable the originator to maintain continuing knowledge and supervision of the further use of intelligence beyond the original dissemination. (This control marking may not be used when an item of information will reasonably be protected by use of any other markings specified herein, or by the application of the "need-to-know" principle and safeguarding procedures of the security classification system.)

**b. "US ONLY" and US and (Specify Country(s) ONLY"**

Classified information bearing "US ONLY" intelligence control marking must be referred to the originator for approval before it can be released to any foreign government. Classified information without the "US ONLY" intelligence control marking is not automatically approved for foreign disclosure. Classified information may be released to foreign governments only according to established foreign disclosure policy.

**2. Procedures Governing Use of Control Markings**

a. Any recipient desiring to use intelligence in a manner contrary to the restrictions established by the control markings set forth above, shall obtain the advanced permission of the originating agency. Such permission applies only to the specific purposes agreed to by the originator and does not automatically apply to all recipients. Originator will ensure that prompt consideration is given to recipients' requests, with particular attention to reviewing and editing if necessary, sanitized or paraphrased versions to derive a text suitable for release subject to lesser or no control markings.

b. The control markings authorized above shall be shown on the title page, front cover, and other applicable pages of documents incorporated in the text of electrical communications, shown on graphics, and associated (in full or abbreviated form) with data stored or processed in automatic data processing systems. The control markings also shall be indicated by parenthetical use of the markings abbreviations at the beginning or end of the appropriate portions. If the control markings apply to several or all portions the document may be marked with a statement to this effect rather than marking each portion individually.

c. The control markings in paragraph one (1) shall be individually assigned at the time of preparation of intelligence products and used in conjunction with security classifications and other markings specified by EO 12958 and its implementing ISOO Directive. The markings shall be carried forward to any new format in which the same information is incorporated including oral and visual presentations.

**FOR OFFICIAL USE ONLY**

The following procedures will be used to protect FOR OFFICIAL USE ONLY (FOUO) information.

1. **HANDLING:** Access to FOUO material shall be limited to those employees who need the material to do their jobs. The FOR OFFICIAL USE ONLY marking is assigned to information when created by a DOD User Agency. FOR OFFICIAL USE ONLY is not a classification, but requires extra precautions to ensure it is not released to the public.

2. **MARKING:**

a. Mark an unclassified document containing FOUO information "FOR OFFICIAL USE ONLY" at the bottom of each page containing FOUO information and on the bottom of the front page or front cover (if any) and on the back of the last page and on the back cover (if any).

b. In a classified document, mark:

- An individual paragraph that contains FOUO, but not classified information, by placing "(FOUO)" at the beginning of the paragraph.

- The top and bottom of each page that has both FOUO and classified information, with the highest security classification of the information on that page.

- "FOUO" at the bottom of each page that has FOUO but not classified..

- If a classified document also contains FOUO information or if the classified material become FOUO when declassified, place the following statement on the bottom of the cover or the first page, under the classification marking: "NOTE: If declassified, review the document to make sure material is not FOUO and not exempt under AFI 37-131 before public release.

c. Mark other records, such as computer print outs, photographs, films, tapes, or slide "FOR OFFICIAL USE ONLY" so that the receiver or viewer knows the record contains FOUO information.

d. Mark each part of a message that contains FOUO information. Unclassified messages containing FOUO information must show the abbreviation "FOUO" before the text begins.

e. Make sure that documents that transmit FOUO materials call attention to any FOUO attachments.

f. Any FOUO material released to a contractor by a DOD User Agency must have the following statement on the front page or cover: **THIS DOCUMENT CONTAINS INFORMATION EXEMPT FROM MANDATORY DISCLOSURE UNDER THE FREEDOM OF INFORMATION ACT. EXEMPTION(S) \_\_\_\_\_ APPLY.**

3. **STORAGE:** To safeguard FOR OFFICIAL USE ONLY records during normal duty hours, place them in an out-of-sight location if your work area is accessible to persons who do not have a valid need for the information. After normal duty hours, store FOUO records to prevent unauthorized access. File them with other unclassified records in unlocked files or desks when internal building security is provided. When there is not internal security, locked buildings or rooms usually provide adequate afterhours protection. For additional protection, store FOUO material in locked containers such as file cabinets, desks, or bookcases. Expenditure of funds for security containers or closed areas solely for the protection of FOUO data is prohibited.

4. **TRANSMISSION:** FOUO material shall be transmitted by the same methods as other UNCLASSIFIED material. Discussion of FOUO material on the telephone is authorized if necessary for performance of the contract. FOUO information may be transmitted over telephone lines in digital form, by telecopies, or by other DSN teletype lines without encryption.

5. **RELEASE:** FOUO information shall not be released outside the contractor's facility except to representatives of the DOD.

6. **DESTRUCTION:** When no longer needed, FOUO information may be disposed of by a method which will preclude its disclosure to unauthorized individuals.